

**TRAILER TRAIN  
COMPANY**

RECORDATION NO. ....

14798-6  
Filed 1425

101 NORTH WACKER DRIVE · CHICAGO, ILLINOIS 60606  
(312) 853-3223

AUG 13 1986 - 10 17 AM

DIRECT LINE: (312) 984-3821

T. D. MARION  
DIRECTOR-EQUIPMENT FINANCING  
AND ASSISTANT TREASURER

INTERSTATE COMMERCE COMMISSION  
August 12, 1986

6-225A030

Honorable Noretta R. McGee  
Acting Secretary  
Interstate Commerce Commission  
12th & Constitutional Ave., NW  
Room 2215  
Washington, DC 20423

No. AUG 13 1986  
Date .....  
Fee \$ 10.00

ICC Washington, D. C.

Dear Ms. McGee:

Submitted herewith for filing and recording under 49 U. S. C.  
Section 11303(a) and the regulations promulgated thereunder are four  
(4) fully executed documents as follows:

Manufacturing Agreement Supplement No. 7 dated as of  
August 7, 1986, a secondary document, supplementing the  
Manufacturing Agreement dated as of July 15, 1985.

Parties to this transaction are as follows:

Trailer Train Company (Purchaser)  
101 North Wacker Drive  
Chicago, Illinois 60606

Gunderson, Inc. (Manufacturer)  
4350 Northwest Front Avenue  
Portland, Oregon 97210

The general description of the equipment is as follows:

TYPE	AAR Mechanical Designation	Number of Units	Marked*	Numbered
5-platform con- tainer well cars	FC	1	DTTX	63235

\* All units will have marked on each side the following legend,  
"Ownership Subject to a Security Agreement Filed with the Interstate  
Commerce Commission".

Enclosed is our check in the amount of \$10.00 to cover filing  
fees.

Prior recordations relating to this Supplement No. 7 being  
recorded are as follows:

ICC OFFICE OF  
THE SECRETARY  
AUG 13 10 17 AM '86  
MOTOR OPERATING UNIT

*this one we  
think will  
be - G  
under 14798  
See next  
page for  
prior filings  
Counterpart made 8/13/86*

Honorable Noreta R. McGee  
August 12, 1986  
Page Two

- (1) Manufacturing Agreement dated July 15, 1985, recorded on October 2, 1985, at 12:45 p.m., recordation number 14798;
- (2) Manufacturing Agreement Supplement No. 1 dated August 27, 1985, recorded October 11, 1985, at 10:15 a.m., recordation number 14798-A;
- (3) Manufacturing Agreement Supplement No. 2 dated February 1, 1986, recorded February 6, 1986, at 12:20 p.m., recordation number 14798-B; and
- (4) Manufacturing Agreement Supplement No. 3 dated February 19, 1986, recorded February 24, 1986, at 12:30 p.m., recordation number 14798-C
- (5) Manufacturing Agreement Supplement No. 4 dated May 15, 1986, recorded May 27, 1986, at 9:35 a.m., recordation number 14798-D.
- (6) Manufacturing Agreement Supplement No. 5 dated June 25, 1986, recorded July 7, 1986, at 9:45 a.m., recordation number 14798-E.
- (7) Manufacturing Agreement Supplement No. 6 dated July 25, 1986, recorded July 30, 1986, at 12:30 p.m., recordation number 14798F.

A short summary of the Manufacturing Agreement Supplement No. 7 to appear in the Index is as follows:

"Manufacturing Agreement Supplement No. 7 covering 1 5-Platform container-well car numbered 63235."

Once the filing has been made, please retain one copy and return the remaining stamped counterparts and transmittal letter copy to the undersigned or bearer.

Very truly yours,



Thomas D. Marion  
Director - Equipment Financing  
and Assistant Treasurer

TDM/rcw  
Enclosures

AUG 13 1986 -10 17 AM

MANUFACTURING AGREEMENT SUPPLEMENT dated as of August 7, 1986, between GUNDERSON, INC., (the "Manufacturer") and TRAILER TRAIN COMPANY (the "Company").


The parties hereto have heretofore entered into a Manufacturing Agreement dated as of July 15, 1985, which provides for the execution and delivery from time to time of supplements thereto each substantially in the form hereof for the purpose of subjecting to said Manufacturing Agreement additional units of new, standard gauge railroad equipment.

The units of railroad equipment described in Item 1 of Annex A hereto are hereby subjected to said Manufacturing Agreement. The information set forth in Annex A hereto in respect of such units of railroad equipment, and set forth in Items 2, 3, and 4 of said Annex A, is hereby incorporated into Annex A to the Manufacturing Agreement as though originally set forth therein; provided, however, that such information shall apply and refer only to the units of railroad equipment described in Annex A hereto.

IN WITNESS WHEREOF, The parties hereto, each pursuant to due corporate authority, have caused these presents to be signed in their respective corporate names by duly authorized officers and their respective corporate seals to be hereunto affixed and duly attested, all as of the day, month and year first above written.

GUNDERSON, INC.

By:

  
Assistant Vice President


(Corporate Seal)

ATTESTATION:

  
Assistant Secretary


TRAILER TRAIN COMPANY

By:

  
Vice President

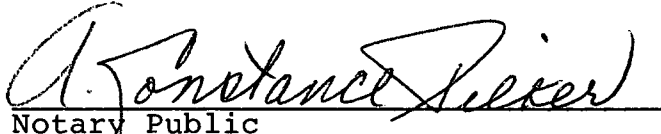
(Corporate Seal)

ATTESTATION:

  
Assistant Secretary

STATE OF OREGON            )  
                                  )   SS.:  
COUNTY OF MULTNOMAH    )

On this 8th day of August, 1986, before me personally appeared Stephen L. Ballo, to me personally known, who, being by me duly sworn, says that he is Ass't. Vice Pres. of GUNDERSON, INC., that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation, by authority of its Board of Directors, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

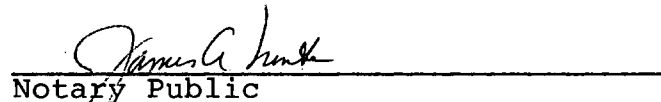
  
Notary Public

My commission expires February 28, 1987

(NOTARIAL SEAL)

STATE OF ILLINOIS        )  
                                  )   SS.:  
COUNTY OF DuPAGE        )

On this 7th day of August, 1986, before me personally appeared W. H. THOMPSON, to me personally known, who, being by me duly sworn, says that he is a Vice President of TRAILER TRAIN COMPANY, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation, by authority of its Board of Directors, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
Notary Public

My Commission Expires July 14, 1988

(NOTARIAL SEAL)

ANNEX A

TO MANUFACTURING AGREEMENT SUPPLEMENT #7 TO  
MANUFACTURING AGREEMENT DATED AS OF JULY 15, 1985

GUNDERSON INC.  
(Manufacturer)

TRAILER TRAIN COMPANY  
(Company)

ITEM 1:

<u>Type</u>	<u>Qty.</u>	<u>Company Car Numbers (Including)</u>	<u>Unit Purchase Price</u>	<u>Total Purchase Price</u>	<u>Month(s) of Delivery</u>	<u>Spec. (Contract Number)</u>
DTTX*	1	63235	\$165,685.00	\$ 165,685.00	August, 1986	T-4086-F

ITEM 2:      October 31, 1986

ITEM 3:      Payment terms are as previously agreed upon

ITEM 4:      4350 Northwest Front Avenue, Portland, Oregon 97210

\* Five-unit articulated container well car built to Trailer Train Specification No. 68-43-011586 and Gunderson Specification for Job No. 18805 dated June 10, 1986.